



6 September, 2002

Office of International Corporation Finance  
Division of Corporation Finance  
Securities and Exchange Commission  
40 Fifth Street, N.W.  
Washington D.C. 20549  
USA

Dear Sir / Madam

**Centrica plc – Section 198 notification from AVIVA**  
**Rule 12g 3-2 (b) File No 82-4518**

The enclosed document is to be furnished to the Securities and Exchange Commission (the "SEC") on behalf of Centrica plc (the "Company") pursuant to the exemption from the Securities Exchange Act 1934 (the "Act") afforded by Rule 12g 3-2 (b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g 3-2 (b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully

For and on behalf of  
Centrica plc

Enc. 1

**SCHEDULE 11****NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS**

1. Name of company

**Centrica Plc**

2. Name of director

**Sir Roy Gardner**

3. Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest

Director named in 2 above

4. Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

Director named in 2 above

5. Please state whether notification relates to a person(s) connected with the director named in 2 above and identify the connected person(s)

N/A

6. Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

Purchase

7. Number of shares / amount of stock acquired

**50,000**

8. Percentage of issued class

**Less than 0.001%**

9. Number of shares/amount of stock disposed

**NIL**

10. Percentage of issued class

N/A

11. Class of security

**Ordinary 5 5/9 pence**

12. Price per share

**178 pence**

13. Date of transaction

**6<sup>th</sup> September 2002**

14. Date company informed

**6<sup>th</sup> September 2002**

15. Total holding following this notification

**553,856**

16. Total percentage holding of issued class following this notification

**0.013%**

**If a director has been granted options by the company please complete the following boxes.**

17. Date of grant

N/A

18. Period during which or date on which exercisable

N/A

19. Total amount paid (if any) for grant of the option

N/A

20. Description of shares or debentures involved: class, number

N/A

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise

N/A

22. Total number of shares or debentures over which options held following this notification

N/A

23. Any additional information

N/A

24. Name of contact and telephone number for queries

**Ian Ritchie - 01753 494011**

25. Name and signature of authorised company official responsible for making this notification

Date of Notification

**6<sup>th</sup> September 2002**

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